



**Read-Along** STORYBOOK

# STAR WARS

THE PHANTOM MENACE

INCLUDES  
CHARACTER  
VOICES  
& SOUND  
EFFECTS!



Disney

Narrator: **Michael D. Hanks**

Featuring the voice talents of:

Obi-Wan Kenobi: **Ewan McGregor**

Qui-Gon Jinn: **Liam Neeson**

Jar Jar Binks: **Ahmed Best**

Anakin Skywalker: **Jake Lloyd**

Padmé Amidala: **Natalie Portman**

Yoda: **Frank Oz**

Darth Sidious: **Ian McDiarmid**

Music composed by John Williams

Read-Along Story produced by Randy Thornton

Recording engineer: Jeff Sheridan

Adapted by Elizabeth Schaefer

Illustrated by Brian Rood

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# STAR WARS™

## THE PHANTOM MENACE

### Read-Along STORYBOOK

*This is the story of Star Wars: The Phantom Menace.  
You can read along with me in your book. You'll know it's  
time to turn the page when you hear this sound. . . .*

*Let's begin now.*



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**A LONG TIME AGO IN A GALAXY FAR, FAR AWAY,** there was a beautiful planet called Naboo. Although the people of Naboo and their leader, Queen Amidala, were peaceful and kind, the greedy Trade Federation had surrounded the planet with powerful warships. The Trade Federation was using those ships to stop any food or supplies from reaching Naboo.







Two Jedi Knights named Qui-Gon Jinn and Obi-Wan Kenobi traveled to Naboo to help. The Jedi tried to talk to the leaders of the Trade Federation, but the traders attacked them. Deadly droidekas fired as the Jedi drew their lightsabers in defense.

“They have shield generators!”

Qui-Gon knew they had to escape.

“It’s a standoff. Let’s go!”



The Jedi snuck down to the planet's surface, where they met a friendly alien named Jar Jar Binks. Jar Jar offered to help the Jedi.

“Yousa follow me now, okeyday?”

Jar Jar led them to an underwater city where his people, the Gungans, lived.







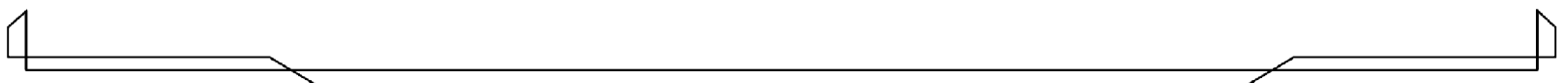
Qui-Gon spoke to the Gungan leaders.

“A droid army is about to attack the Naboo. We must warn them.”

The Gungans told the Jedi that the fastest way to get to the queen’s palace was to travel through the center of the planet. The trip would be very dangerous.

“We’ll need a navigator to get us through the planet’s core.”

Qui-Gon asked if Jar Jar could go with them, and the Gungan leaders agreed.





Qui-Gon, Obi-Wan, and Jar Jar hopped on board a Gungan submarine and began their undersea journey. Suddenly, an eerie blue light began to glow beside them. The light was coming from the giant spikes of a monstrous fish.

Jar Jar did not like that at all.

“Wuh-oh! Big gooberfish!”





The fish grabbed their ship in its razor-sharp teeth and shook it back and forth. There was no escape . . . until a second fish swam up and joined the fight.

“There’s always a bigger fish.”

Obi-Wan propelled their ship away from the two monsters.





When the trio arrived at the queen's palace, Amidala was already in trouble. Droid soldiers had taken the queen and her guards prisoner.

Qui-Gon and Obi-Wan drew their lightsabers and quickly defeated the battle droids.





Qui-Gon offered to fly the queen to safety.

“If you are to leave, Your Highness, it must be now.”

Amidala hated to leave her people. But she knew she needed the Galactic Senate’s help to free Naboo. She had to get to Coruscant right away.





The Jedi, Jar Jar, Amidala, and her guards all fled on the queen's personal ship. But the vessel was badly damaged in the escape.

"We'll have to land somewhere to refuel and repair the ship."

They flew to the quiet planet of Tatooine, and Qui-Gon, Jar Jar, and a faithful astromech droid named R2-D2 began searching for the parts they needed.





The queen had insisted that one of her handmaidens, Padmé, join them, as well.

One junk shop had a working hyperdrive, but Qui-Gon didn't have enough money to pay for it. The owner of the shop, Watto, was very rude to them. But the young boy who worked in the shop was much friendlier.



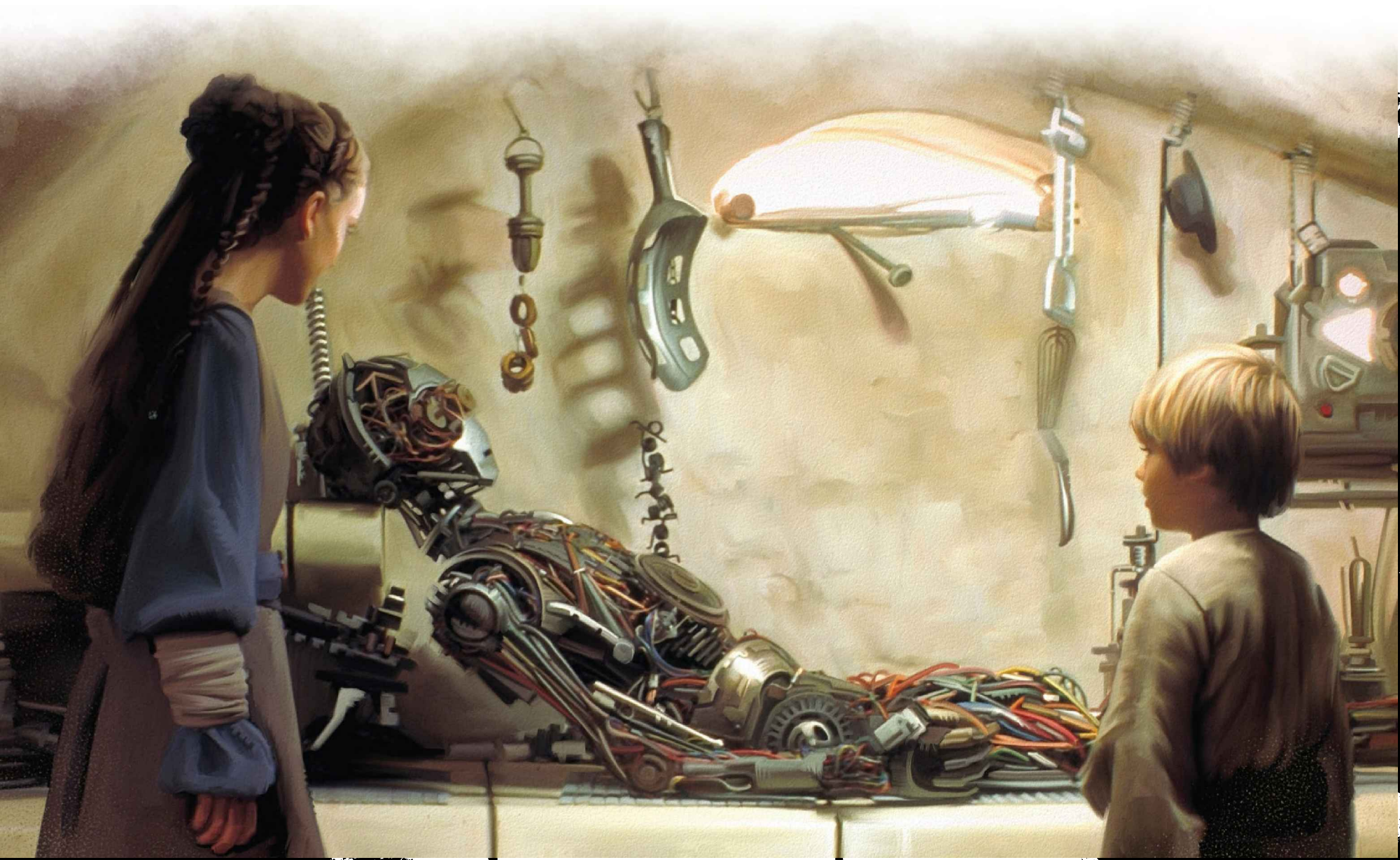


The boy told them his name was Anakin Skywalker and offered them a place to stay for the night. He even showed Padmé the new droid he was working on!

Anakin introduced the droid as C-3PO.

“Isn’t he great? He’s not finished yet.”

Anakin loved building things. When he wasn’t working on C-3PO, he was busy finishing up his new podracer.







That evening, Anakin's mother, Shmi, served them a delicious meal. They were thankful to the Skywalkers for taking them in, but they were no closer to getting the parts they needed.

Padmé was frustrated.

"These junk dealers must have a weakness of some kind."

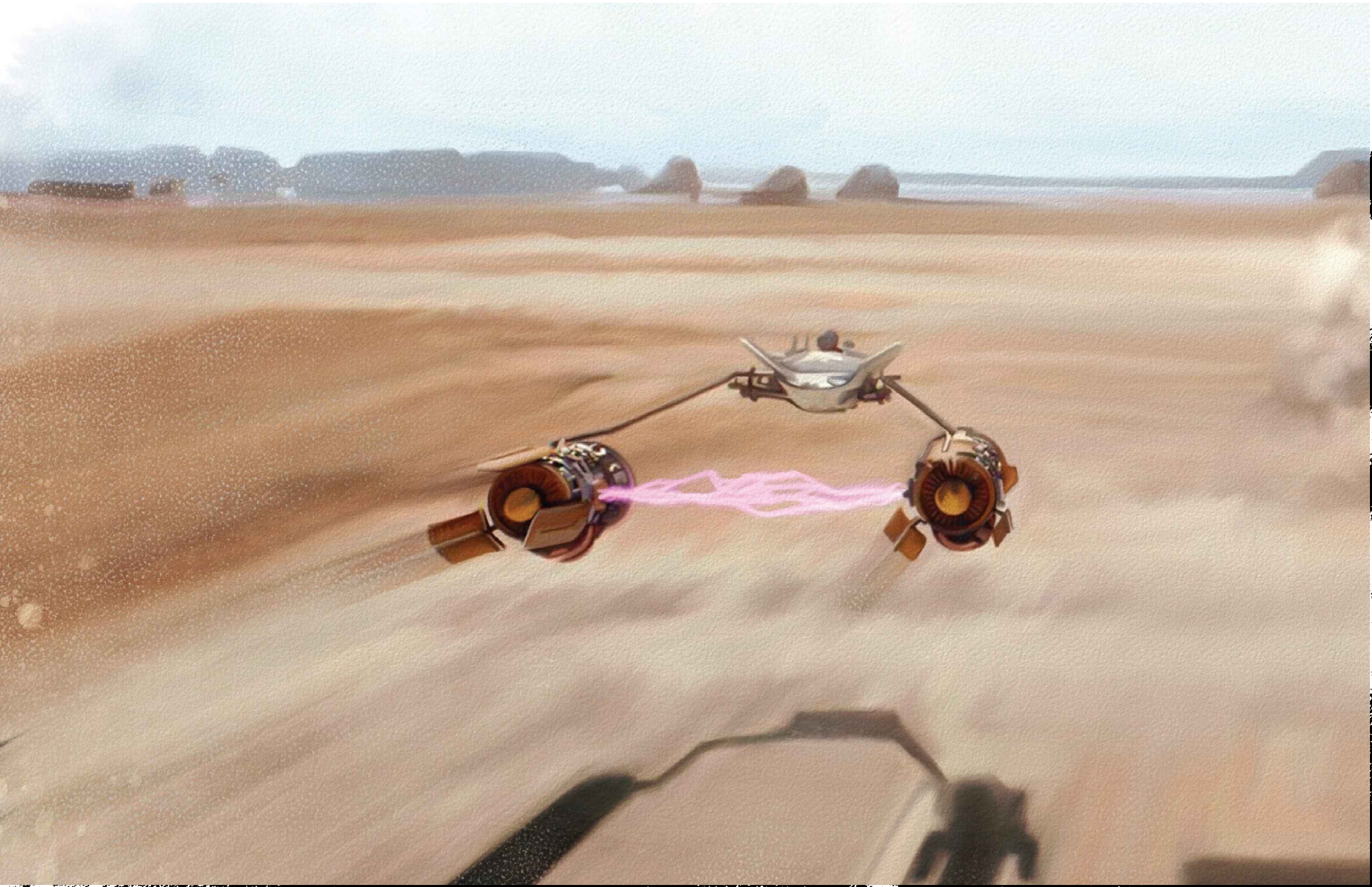
That gave Anakin an idea. Watto *did* have a weakness: gambling. If Anakin entered a podrace on their behalf, he could win them the money they needed. It was a risky plan, but Qui-Gon agreed to give it a try.



On the day of the race, Qui-Gon helped Anakin get ready.

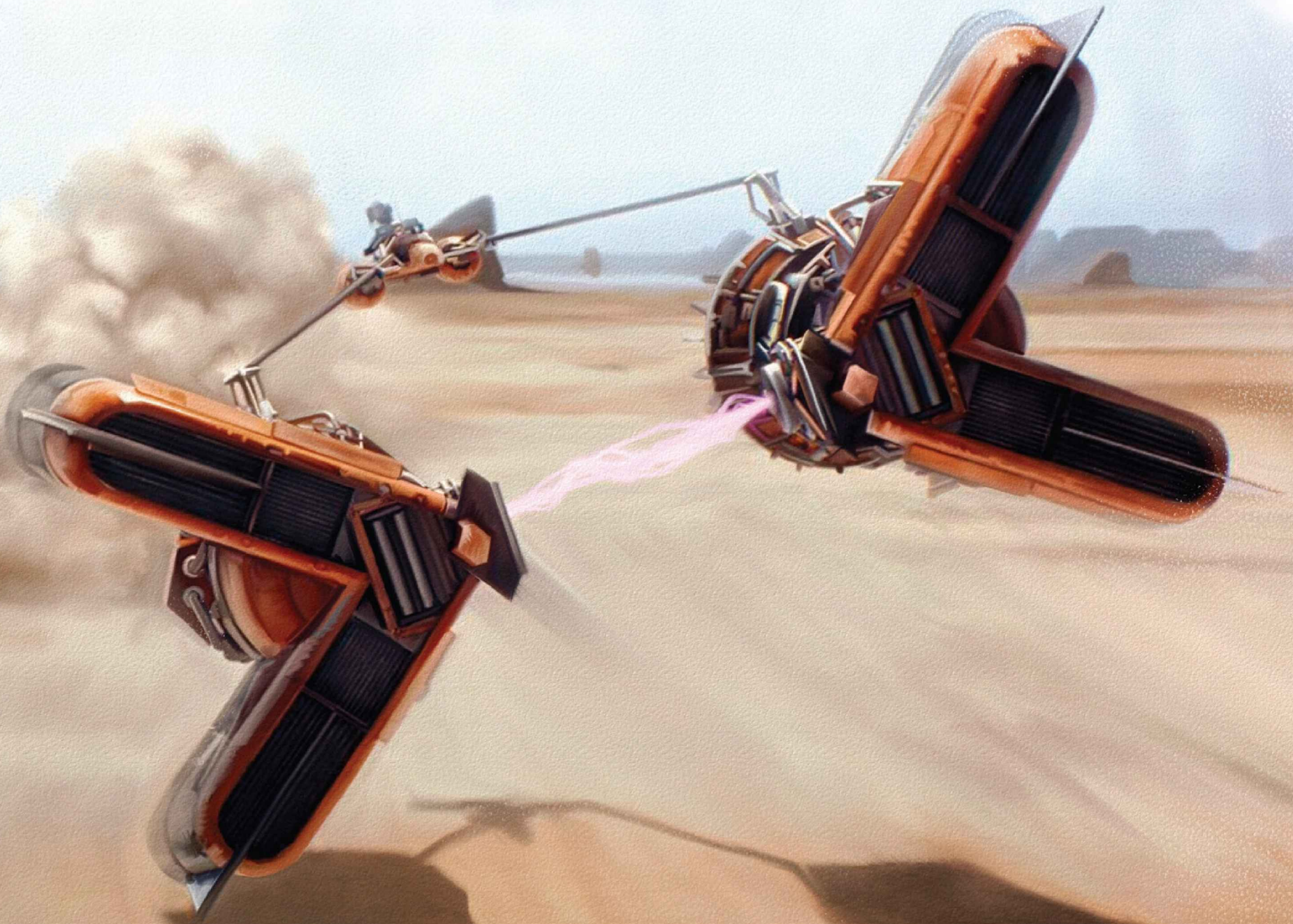
“Remember: concentrate on the moment. Use your instincts.”

Qui-Gon sensed that the boy had a powerful connection to the Force. The Jedi hoped that if Anakin won the race, he could train him in the ways of the Force.





Qui-Gon's words echoed in Anakin's mind as he focused on each challenge in the race. Even when another podracer pilot tried to destroy Anakin's podracer, Anakin stayed calm. With the Force guiding him, Anakin won the race!





Now Qui-Gon and his friends could repair their ship. But before he left, Qui-Gon asked Anakin to go with him and become a Jedi. Anakin was excited, but Qui-Gon told him to think through his decision.

“Training to become a Jedi is not an easy challenge. And even if you succeed, it’s a hard life.”

“But I wanna go. It’s what I’ve always dreamed of doing.”

Anakin’s mind was made up. He said good-bye to his mother, promising that he would come back someday.







But when Qui-Gon and Anakin reached the ship, someone was waiting for them.

A figure dressed in black ignited a glowing red lightsaber and attacked. Qui-Gon blocked the enemy's blows and told Anakin to run.

"Go! Tell them to take off!"

Qui-Gon's mind raced. Beneath the figure's hood lurked bright yellow eyes, tattooed red skin, and a ring of sharp horns. Who was this monster? And how had it found them on Tatooine?



Obi-Wan saw that his master was in danger and flew the ship closer to the battle. Qui-Gon leapt aboard, leaving the menacing stranger behind.

“What was it?”

“I’m not sure, but it was well trained in the Jedi arts.”  
Qui-Gon shook his head.

“My guess is it was after the queen.”

Anakin wanted to help, too.

“What are we gonna do about it?”

But all Qui-Gon would say was that they must be patient.  
In the meantime, he introduced his students to each other.

“Anakin Skywalker, meet Obi-Wan Kenobi.”







When they reached Coruscant, Qui-Gon warned the Jedi Council about the strange figure he had encountered on Tatooine.

“My only conclusion can be that it was a Sith Lord.”

The Jedi Council wasn’t so sure, except for Jedi Master Yoda.

“Ah, hard to see the dark side is.”

Qui-Gon also told them about Anakin. The Jedi Council asked him to bring the boy to them.



Meanwhile, Queen Amidala had some hard decisions to make. The current leader of the Galactic Senate refused to help Naboo. He wanted to investigate the Trade Federation first.

The queen spoke passionately before the Senate.

“I was not elected to watch my people suffer and die while you discuss this invasion in a committee.”

She told the Senate it needed a new leader—someone who would take action. Moved by her words, the Senate nominated Senator Palpatine to be its new chancellor. Amidala decided to return to her home planet.

“Captain, ready my ship.”







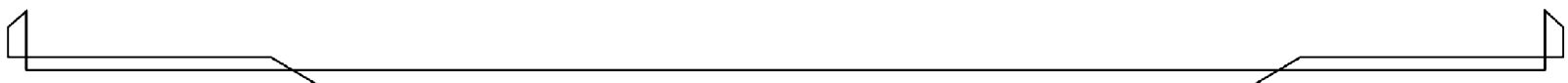
Later on, when the Jedi Council tested Anakin, the members sensed too much fear in him to believe he should be trained as a Jedi.

“Fear is the path to the dark side. Fear leads to anger. Anger leads to hate. Hate leads to suffering.”

But Qui-Gon objected.

“I take Anakin as my Padawan learner.”

The Council was not convinced. The question of Anakin’s training would have to wait. The Jedi were more concerned about protecting the queen on her voyage.





Queen Amidala had a plan. She needed to ask the Gungans for their help in defeating the Trade Federation's army. Once they reached Naboo, Jar Jar led the Jedi, Anakin, Amidala, and her attendants to the Gungans' secret hideout. There, Padmé surprised everyone when she revealed that she was actually Queen Amidala! She pleaded with the Gungan leaders.

“If we do not act quickly, all will be lost forever. I ask you to help us. No, I beg you to help us.”

The Gungan leaders agreed to join the fight.



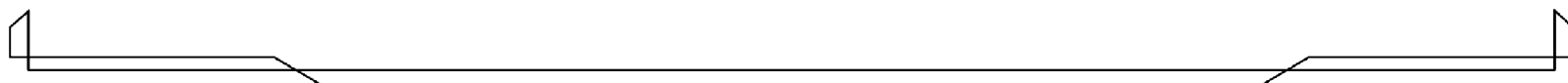




The Trade Federation had already taken over much of Naboo and now prepared for a final battle. But the Trade Federation was not alone in its quest to conquer the planet. It had the aid of a shadowy figure known only as Darth Sidious.

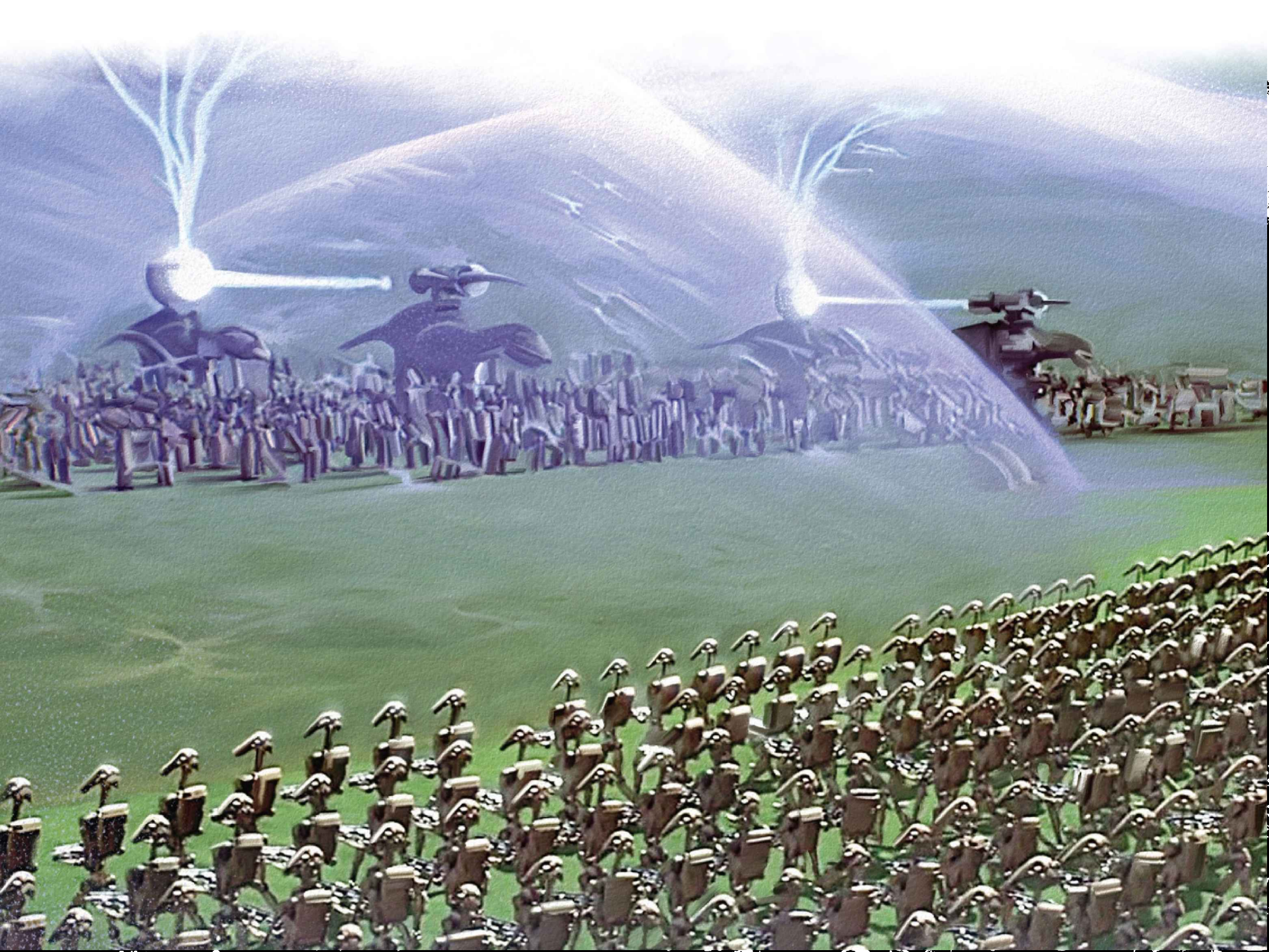
“Wipe them out. All of them.”

Even as a hologram, Sidious was terrifying. But his apprentice, Darth Maul, was just as intimidating. It was he who had attacked Qui-Gon on Tatooine. Darth Sidious trusted that Maul could defeat anyone who stood in his way.





The battle soon began. Outside the city, the Trade Federation's droid army passed through the Gungans' protective force fields, but the brave Gungan warriors stood their ground.



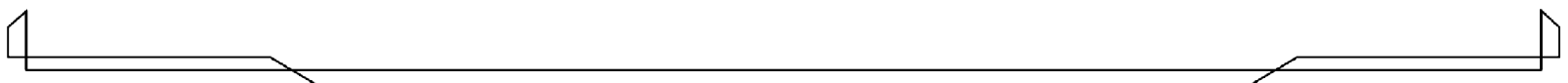




Meanwhile, the queen, her guards, and the Jedi snuck into the palace to confront the Trade Federation's leaders.

Qui-Gon sensed the mission would be dangerous, so he told Anakin to hide in a nearby starfighter.

“You’ll be safe there.”



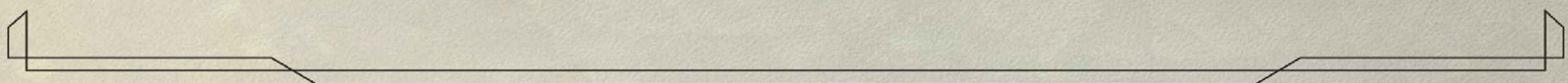




But the queen and the Jedi did not make it very far into the palace before they met Darth Maul. Qui-Gon turned to Padmé.

“We’ll handle this.”

Maul ignited his two-bladed lightsaber, and Qui-Gon and Obi-Wan leapt into action.





After a long duel throughout the palace, Darth Maul managed to separate the two Jedi, locking Obi-Wan and Qui-Gon behind separate energy fields.

When the barrier between Qui-Gon and Maul vanished, Obi-Wan watched helplessly as Maul attacked Qui-Gon one last time and the Jedi Master fell silently to the ground.

“Nooooooooo!”

Obi-Wan broke through the energy barrier and finished the duel his master had begun. Strengthened by the Force, Obi-Wan defeated Maul once and for all.







Anakin had tried to stay put inside his starfighter, but he could tell his friends were in trouble. As he searched for the ship's cannons, he accidentally turned on the autopilot! The starfighter zoomed into space and Anakin joined the battle above Naboo.





Anakin surprised himself with his skill in the cockpit. He dodged enemy fire and managed to blast his way through one of the Trade Federation's warships, destroying it from the inside and disabling the droid army on the planet below!

"Now *this* is podracing!"



The battle was over.

Back at the Jedi Temple, Obi-Wan shared with Yoda how Qui-Gon's last wish was for Obi-Wan to train Anakin in the ways of the Force.

Yoda was unsure.

“Grave danger I fear in his training.”

Obi-Wan would not back down.

“I will train Anakin, without the approval of the Council if I must.”

Yoda could see there was no changing Obi-Wan's mind, so he agreed.

“Your apprentice, Skywalker will be.”



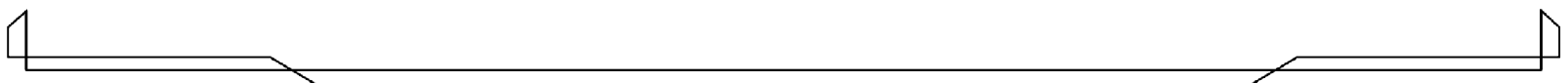




But later Yoda confided in fellow Jedi Master Mace Windu. Yoda could sense great darkness in the Jedi Knights' future, and the defeat of Darth Maul did little to comfort him.

“Always two there are. No more, no less. A master and an apprentice.”

And Darth Maul's mysterious master would be a fearsome enemy indeed.

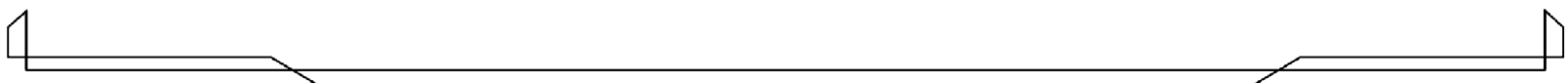






Even though the future was uncertain, there was still much to celebrate. Obi-Wan had earned the title of Jedi Knight and would train Anakin to be the same. Naboo was free, and Queen Amidala could lead her people again. They celebrated side by side with the Gungans, who had fought with them.

For now, the galaxy was at peace.



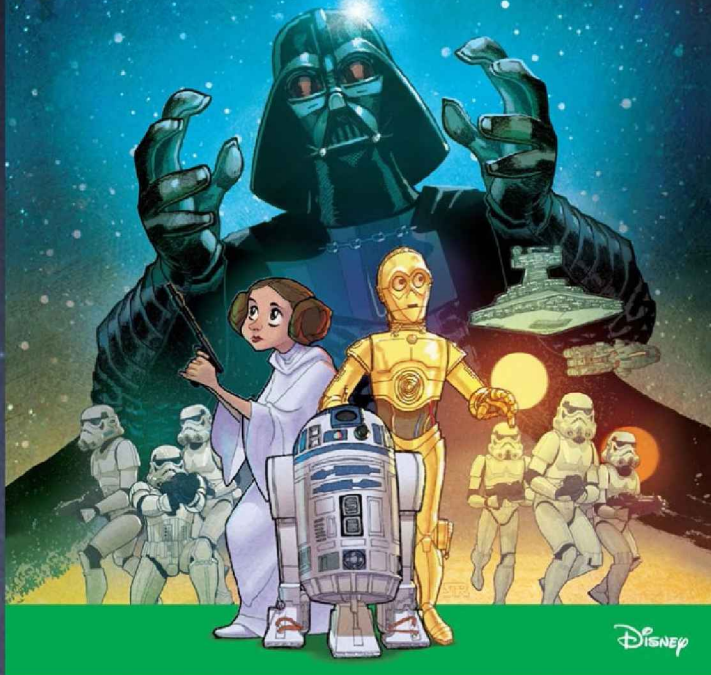


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**STAR  
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ESCAPE FROM DARTH VADER



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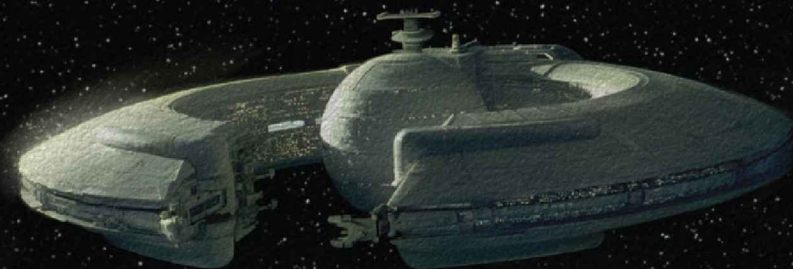
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